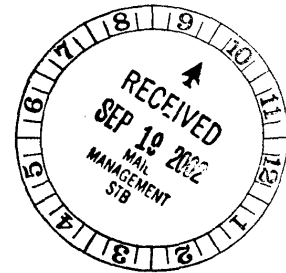




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September 18, 2002

24113
SEP 19 '02 2-45 PM
SURFACE TRANSPORTATION BOARD

Barbara Sadler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of June 1, 2002 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
1211 Avenue of the Americas, New York, NY 10036

Lessee: **AMEREN ENERGY FUELS AND SERVICE**
One Ameren Plaza, 1901 Chouteau Avenue, MC611
St. Louis, MO 63103-3085

A short summary of the document to appear in the index follows:

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **AMEREN ENERGY FUELS AND SERVICE** covering 100 coal hopper cars with reporting marks and numbers — CEFX 60240 – CEFX 62927, NOT INCLUSIVE.

Please file this memorandum as a **PRIMARY** document and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,

Sherry Lewey
Sherry Lewey



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Research/Development Coordinator

Enclosure

SEP 19 '02 2:45 PM

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 1st day of JUNE, 2002, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and AMEREN ENERGY FUELS AND SERVICE, as agent for Ameren UE, a ~~MISSOURI~~ corporation, with an address at One Ameren Plaza, 1901 Chouteau Avenue, MC 611, St. Louis, MO 63103-3085 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of JUNE 1, 2002 covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Richard Latini
Name: Richard Latini
Title: Senior Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

AMEREN ENERGY FUELS AND SERVICE, as agent for Ameren UE

By: Michael C. Mueller
Name: Michael C. Mueller
Title: Vice-President
AmerenEnergy Fuels & Services

Qm
cut
6/14/02
GA
6/14/02

SCHEDULE A

Quantity
100

Equipment Description
4300 c.f. aluminum bottom
discharge coal hopper

Car Marks and Numbers

1	CEFX	60240
2	CEFX	60248
3	CEFX	60258
4	CEFX	60259
5	CEFX	60262
6	CEFX	60278
7	CEFX	60281
8	CEFX	60282
9	CEFX	60284
10	CEFX	60286
11	CEFX	60287
12	CEFX	60288
13	CEFX	60289
14	CEFX	60297
15	CEFX	60299
16	CEFX	60314
17	CEFX	60316
18	CEFX	60332
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35	CEFX	60359
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96	CEFX	62911
97	CEFX	62916
98	CEFX	62917
99	CEFX	62920
100	CEFX	62927